

EXHIBIT “1”

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
CASE NO. 9:24-cv-80499-RLR

JTC SKYWAVE INVESTMENTS LTD.,
and HARALD McPIKE

Plaintiffs,

v.

ANDREW N. MART, DEANNA BOIES,
LUMINESCENCE LLC, LUMINESCENCE
LLC, and LUMINAESTRA LLC,

Defendants.

DECLARATION OF GREGORY A. BLUE

GREGORY A. BLUE declares as follows:

1. I am an attorney for Plaintiffs in this action. I respectfully submit this Declaration in support of Plaintiffs' Opposition to Defendants' Motion to Dismiss.
2. Attached as **Exhibit A** are true and correct copies of three Call Option Agreements dated September 27, 2019 by and among: (i) Luminastra LTD, and Skywave Investments, LTD; (ii) by and among Luminescence, LLC, and Luminastra, LTD; and (iii) by and among Kokopelli LLC, and Luminastra, LTD.

LUMINESCENCE LLC

3. On May 10, 2024, a search was conducted within the Florida Department of State, Division of Corporations sunbiz.org website for the Entity Name LUMINESCENCE LLC.
4. On May 10, 2024, all documents from the Florida Department of State, Division of Corporations sunbiz.org website, which were filed under the Entity Name LUMINESCENCE LLC were retrieved. True and correct copies of those documents, as listed below, are attached as **Exhibit**

B:

- a.) Electronic Articles of Organization, filed on October 5, 2015;
- b.) 2016 Florida Limited Liability Company Reinstatement, filed on September 30, 2016;
- c.) 2016 Florida Limited Liability Company Amended Annual Report, filed on October 18, 2016;
- d.) 2017 Florida Limited Liability Company Annual Report, filed on February 11, 2017;
- e.) 2018 Florida Limited Liability Company Annual Report, filed on January 12, 2018;
- f.) 2019 Florida Limited Liability Company Annual Report, filed on January 14, 2019;
- g.) 2019 Florida Limited Liability Company Amended Annual Report, filed on July 28, 2019;
- h.) 2020 Florida Limited Liability Company Annual Report, filed on January 12, 2020;
- i.) 2021 Florida Limited Liability Company Annual Report, filed on May 2, 2021;
- j.) 2023 Florida Limited Liability Company Reinstatement, filed on July 12, 2023;
- k.) Statement of Change of Registered Office or Registered Agent or Both for Limited Liability Company form, with fax cover sheet, stamped received by the Department of State, Division of Corporations, Tallahassee, Florida on July 12, 2023, at 4:04pm;
- l.) 2023 Florida Limited Liability Company Amended Annual Report filed on July 28, 2023;
- m.) 2024 Florida Limited Liability Company Annual Report, filed on January 31, 2024;
- n.) 2024 Florida Limited Liability Company Amended Annual Report, filed on February 4, 2024; and
- o.) Articles of Dissolution filed on April 2, 2024.

LUMINESCENCE LLC

5. On May 14, 2024, a search was conducted within The Office of the Illinois Secretary of State ilsos.gov website for the Business Entity Name LUMINESCENCE LLC.

6. On May 14, 2024, all documents from The Office of the Illinois Secretary of State ilsos.gov website, which were filed under the Entity Name LUMINESCENCE LLC were retrieved. True and correct copies of those documents, as listed below, are attached as **Exhibit C**:

- a.) Form LLC-5.5, Illinois Limited Liability Company Act, Articles of Organization for company, filed on September 26, 2015;
- b.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on August 27, 2016;
- c.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on August 25, 2018;
- d.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on August 28, 2019;
- e.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on July 14, 2020; and
- f.) Form LLC-35.15, Illinois Limited Liability Company Act, Statement of Termination, filed on April 1, 2024.

LUMINASTRA LLC

7. On May 14, 2024, a search was conducted within The Office of the Illinois Secretary of State ilsos.gov website for the Business Entity Name LUMINASTRA LLC.

8. On May 14, 2024, all documents from The Office of the Illinois Secretary of State ilsos.gov website, which were filed under the Entity Name LUMINASTRA LLC were retrieved. True and correct copies of those documents, as listed below, are attached as **Exhibit D**:

- a.) Form LLC-5.5, Illinois Limited Liability Company Act, Articles of Organization, filed on August 13, 2019;

- b.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report filed on July 16, 2020;
- c.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on September 7, 2021;
- d.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on September 26, 2022;
- e.) Form LLC-50.1, Illinois Limited Liability Company Act, Annual Report, filed on June 3, 2023; and
- f.) Form LLC-35.15, Illinois Limited Liability Company Act, Statement of Termination, filed on April 1, 2024.

ANDREW MART AS OFFICER/REGISTERED AGENT

9. On May 13, 2024, a search was conducted within the Florida Department of State, Division of Corporations sunbiz.org website for the Officer/Registered Agent Name ANDREW MART.

10. The results of this search identified four (4) entities in which ANDREW N. MART is or was the listed Officer and/or Registered Agent: 1.) LUMINESCENCE, LLC; 2.) POSITRON TECHNOLOGIES, INCORPORATED; 3.) SKYWAVE LLC; and 4.) TOPSIDE LLC. A copy of the sunbiz.org website search results is attached as **Exhibit E**.

11. On May 13, 2024, all filed documents, for the entities SKYWAVE LLC; and TOPSIDE LLC, were retrieved from the Florida Department of State, Division of Corporations sunbiz.org website. True and correct copies of those documents, as listed below, and are attached as **Exhibit F**:

SKYWAVE LLC

- a.) Electronic Articles of Organization for Florida Limited Liability Company, filed on September 20, 2016;
- b.) 2017 Florida Limited Liability Company Annual Report, filed on February 11, 2017;
- c.) 2018 Florida Limited Liability Company Annual Report, filed on January 12, 2018;
- d.) 2019 Florida Limited Liability Company Annual Report, filed on March 10, 2019;
- e.) 2020 Florida Limited Liability Company Annual Report, filed on January 14, 2020;
- f.) 2021 Florida Limited Liability Company Annual Report, filed on May 24, 2021; and
- g.) Articles of Dissolution for SKYWAVE LLC, filed on April 3, 2024.

TOPSIDE LLC

- a.) Electronic Articles of Organization for Florida Limited Liability Company, filed on September 21, 2016;
- b.) 2017 Florida Limited Liability Company Annual Report, filed on February 11, 2017;
- c.) 2018 Florida Limited Liability Company Annual Report, filed on January 12, 2018;
- d.) 2019 Florida Limited Liability Company Annual Report, filed on March 10, 2019;
- e.) 2020 Florida Limited Liability Company Annual Report, filed on January 14, 2020;
- f.) 2021 Florida Limited Liability Company Annual Report, filed on May 24, 2021;
- g.) Articles of Dissolution for TOPSIDE LLC, filed on April 3, 2024.

12. Attached as **Exhibit G** are true and correct copies of the following entity termination documents, filed after the commencement of this matter:

- a.) Articles of Dissolution for LUMINESCENCE LLC, filed with the Florida Secretary of State on April 2, 2024;
- b.) Statement of Termination for LUMINESCENCE LLC, filed with the Illinois Secretary of State on April 1, 2024;

- c.) Statement of Termination for LUMINASTRA LLC, filed with the Illinois Secretary of State on April 1, 2024;
- d.) Articles of Dissolution for SKYWAVE LLC, filed with the Florida Secretary of State on April 3, 2024; and
- e.) Articles of Dissolution for TOPSIDE LLC, filed with the Florida Secretary of State on April 3, 2024.

13. Attached as **Exhibit H** is a true and correct copy of the Auto Data Direct, Inc., Florida Complete Driving History report for Andrew Nathan Mart, retrieved on May 13, 2024.

14. Attached as **Exhibit I** is a true and correct copy of the St. Lucie County, Status of Voter Registration, for Andrew N. Mart, dated May 10, 2024.

15. Attached as **Exhibit J** is a true and correct copy of the Auto Data Direct, Inc., Florida Complete Driving History report for Deanna Jean Boies, retrieved on May 14, 2024.

16. Attached as **Exhibit K** is a true and correct copy of the Leon County, Florida Voting History Report, for Deanna J. Boies, retrieved on May 14, 2024.

17. Attached as **Exhibit L** is a true and correct copy of a Trustee's Deed, recorded in DuPage County, Illinois, on December 22, 2015, conveying Permanent Real Estate Index Numbers: 08-08-401-051 and 08-08-401-079, to Luminescence, LLC.

18. Attached as **Exhibit M** is a true and correct copy of a Quit Claim Deed, recorded in DuPage County, Illinois on February 16, 2024, where Grantor, Luminescence, LLC, conveys and quit claims to Caltronica, LLC, all interest in Permanent Real Estate Index Numbers: 08-08-401-051 and 08-08-401-079.

19. Attached as **Exhibit N** is a true and correct copy of a Warranty Deed, recorded in Leon County, Florida on October 22, 2019.

20. Attached as **Exhibit O** is a true and correct copy of a transcript from a January 31, 2023, Skype Meeting. As reflected in electronic documents reviewed by Plaintiffs' counsel, a video of this meeting was communicated by Mr. Mart to Mr. McPike. Plaintiffs' counsel commissioned the transcript that is attached. The original of the video is available for the Court's inspection or filing with the Court.

21. Attached as **Exhibit P** is a true and correct copy of Defendants' April 22, 2024, Notice of Removal in this action

22. Attached as **Exhibit Q** is a true and correct copy of a Plaintiffs' Notice of Filing Verified Return of Service as to Defendant Deanna Boies, filed on February 13, 2024.

23. Attached as **Exhibit R** is a true and correct copy of attendees list from the January 31, 2023, All Hands QuantrumRoot Skype Meeting.

24. Attached as **Exhibit S** is a true and correct copy of attendees list.

25. Attached as **Exhibit T** are true and correct copies of November 22, 2022, and November 23, 2022, emails between Lindsay Miller, Robert Martyn, Carl Linder, and Benjamin Miller.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 4, 2024, in White Plains, New York.

/s/ Gregory A. Blue
GREGORY A. BLUE